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15 *Company of America*

16 UNITED STATES BANKRUPTCY COURT  
EASTERN DISTRICT OF WASHINGTON

17 In re:

18 EASTERDAY RANCHES, INC., *et al.*,<sup>1</sup>

19 Debtors.

Lead Case No. 21-00141-WLH11  
(Jointly Administered)

Chapter 11

20 THE PRUDENTIAL INSURANCE  
21 COMPANY OF AMERICA'S  
22 RESERVATION OF RIGHTS IN  
RESPONSE TO DEBTORS' SALE  
MOTION

23 The Prudential Insurance Company of America ("Prudential") files this reservation of  
24 rights in response to Debtors' *Motion for (I) an Order (A) Approving Bid Procedures for the Sale*

25 <sup>1</sup> Debtors along with their case numbers are as follows: Easterday Ranches, Inc. [Case No. 21-00141-WLH11] and  
26 Easterday Farms, a Washington general partnership [Case No. 21-00176-WLH11].

1 *of Assets; (B) Approving Procedures for the Assumption and Assignment of Executory Contracts*  
2 *and Unexpired Leases; (C) Scheduling the Auction and Sale Hearing; and (D) Granting Related*  
3 *Relief; and (II) an Order (A) Approving the Sale Free and Clear of All Claims, Liens, and*  
4 *Encumbrances; and (B) Approving the Assumption and Assignment or Rejection of Executory*  
5 *Contracts and Unexpired Leases* [Docket No. 486] (the “Motion”). In support of this reservation  
6 of rights (this “Reservation of Rights”), Prudential states as follows:

7 **Reservation of Rights<sup>2</sup>**

8 Prudential understands—in light of the negotiated language in the proposed sale order  
9 [Docket No. 850] (the “Sale Order”)—that on the closing of the Sale, the Sale proceeds will be  
10 used to pay Prudential in full for all contractually-obligated amounts under its loan documents,  
11 which amounts are owed jointly by Debtors and the non-debtor Easterday borrowers and secured  
12 jointly by a mortgage granted by both Debtors and the Easterdays. Accordingly, Prudential does  
13 not object to the Sale or entry of the Sale Order. However, to the extent Prudential is not paid in  
14 full at closing, Prudential reserves all rights to object to the Sale or to seek additional relief in  
15 advance of or following the closing.

16 This Reservation of Rights is submitted without prejudice to, and with a full reservation  
17 of, Prudential’s rights to supplement and amend this Reservation of Rights. The Reservation of  
18 Rights is also without prejudice to Prudential’s right to seek any other appropriate relief from the  
19 Court.

20  
21 *[Remainder of the page is intentionally blank.]*  
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23  
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<sup>2</sup> Capitalized terms used but not defined herein have the meanings ascribed to them in the Motion.

1 Dated: June 30, 2021

Respectfully submitted,

2 /s/ Matt Adamson

3 MATT ADAMSON

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